

Form 1
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# U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

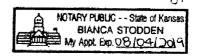
Date filed (MM/DD/YY)

USE ONLY

APPLICATION FOR, AND AMENDMENTS TO APPLICATION
OF DECISEDATION AS A NATIONAL SECURITIES EXCHANGE

11/11/15

	OR EXEMPTION AS A NATIONAL SECURITIES EXCHANGE OR EXEMPTION FROM REGISTRATION PURSUANT TO SECTION 5 OF THE EXCHANGE ACT	
to keep a	G: Failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure curate books and records or otherwise to comply with the provisions of law applying to the conduct of the applicate ate the federal securities laws and may result in disciplinary, administrative or criminal action.  Mail Proces	
	INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS SECTION	
	MAY CONSTITUTE CRIMINAL VIOLATIONS NOV 137	15
·	□ APPLICATION ☑ AMENDMENT  State the name of the applicant: BATS Y-Exchange, Inc.  Was nitigion  404	DC
L.	State the name of the applicant: BATS Y-Exchange, Inc.	
2.	Provide the applicant's primary street address (Do not use a P.O. Box): 8050 Marshall Dr., Suite 120	
	Lenexa, Kausas 66214	some was also after the fill the
3.	Provide the applicant's mailing address (if different):	
4.	Provide the business telephone and facsimile number:	5021220
	(913) 815-7000 (913) 815-7119 (Telephone) (Facsimile)	
5.	Provide the name, title and telephone number of a contact employee:  Eric Swanson General Counsel, BATS Y-Exchange, Inc. (212) 378-8520  (Name) (Title) (Telephone Number)	
6.	Provide the name and address of counsel for the applicant:  Eric Swanson  14 Wall Street  New York, NY 10005	
7	Provide the date that applicant's fiscal year ends: December 31	
8.	Indicate legal status of the applicant: X Corporation Sole Partnership Partnership Limited Liability Company Other (specify):	
	If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed):  (a) Date (MM/DD/YY): 7/30/09 (b) State/Country of formation: Delaware/United States of America (c) Statute under which applicant was organized: General Corporation Law of the State of Delaware	
Exchang telegram undersig of, said a exhibits,	TON: cant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The ed, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority applicant. The undersigned and applicant represent that the information and statement contained herein, including chedules, or other documents attached hereto, and other information filed herewith, all of which are made a part exerrent, true and complete.	
	1/11/15   BATS Y-Exchange, Inc.	21.1 SH
	This page must always be completed in full with original, manual signature and notarization.	3. T
	Affix notary stamp or seal where applicable.	



#### **Exhibit C**

### **Exhibit Request:**

For each subsidiary or affiliate of the applicant, and for any entity with whom the applicant has a contractual or other agreement relating to the operation of an electronic trading system to be used to effect transactions on the exchange ("System"), provide the following information:

- 1. Name and address of organization.
- 2. Form of organization (e.g., association, corporation, partnership, etc.).
- 3. Name of state and statute citation under which organized. Date of incorporation in present form.
- 4. Brief description of nature and extent of affiliation.
- 5. Brief description of business or functions. Description should include responsibilities with respect to operation of the System and/or execution, reporting, clearance, or settlement of transactions in connection with operation of the System.
- 6. A copy of the constitution.
- 7. A copy of the articles of incorporation or association including all amendments.
- 8. A copy of existing by-laws or corresponding rules or instruments.
- 9. The name and title of the present officers, governors, members of all standing committees or persons performing similar functions.
- 10. An indication of whether such business or organization ceased to be associated with the applicant during the previous year, and a brief statement of the reasons for termination of the association.

Response: Please see below responses for the following entities:

### A. BATS Global Markets, Inc.

1. Name: BATS Global Markets, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. Form of organization: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on August 22, 2013.
- 4. Brief description of nature and extent of affiliation: BATS Global Markets, Inc. owns 100% of the outstanding common stock of BATS Global Markets Holdings, Inc., which is the Exchange's 100% owner.
- 5. Brief description of business or functions: BATS Global Markets, Inc. is the ultimate parent company through which the ultimate owners of the Exchange indirectly hold their ownership interest in the Exchange and its affiliates.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Joe Ratterman
- Chris Concannon
- Michael Richter
- Alan Freudenstein
- John McCarthy
- John Comerford
- Daniel Keegan
- Bina Kalola
- Robert Jones
- Brett Redfearn
- Christopher Mitchell
- Jamil Nazarali
- Darren Cohen
- Brian Fagen
- Frank Reardon

#### **Current Officers**

• Chris Concannon (President, CEO)

### BATS Y-Exchange Form 1 Registration Statement: Exhibit C

- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)
- Mark Hemsley (Executive Vice President, Chief Executive Officer of BATS Europe)
- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Tami Schademann (Executive Vice President, Chief Compliance Officer)

# Compensation Committee

- Rob Jones
- Michael Richter
- Chris Mitchell

#### **Audit Committee**

- Michael Richter
- John Comerford
- Alan Freudenstein

### Nominating and Corporate Governance Committee

- John McCarthy
- Alan Freudenstein

# **Technology Advisory Committee**

- John Comerford
- Daniel Keegan
- John McCarthy
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# B. BATS Global Markets Holdings, Inc.

- 1. Name: BATS Global Markets Holdings, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on June 29, 2007.
- 4. Brief description of nature and extent of affiliation: BATS Global Markets Holdings, Inc. is the Exchange's 100% owner.
- 5. Brief description of business or functions: BATS Global Markets Holdings, Inc. is an intermediate holding company.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

### **Current Directors**

Chris Concannon

- Chris Concannon (President, CEO)
- Tami Schademann (Executive Vice President)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Eric Swanson (Secretary)
- Brian N. Schell (Treasurer)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# C. <u>Direct Edge Holdings LLC</u>

- 1. Name: Direct Edge Holdings LLC Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on June 5, 2007.
- 4. Brief description of nature and extent of affiliation: BATS Global Markets, Inc., the Exchange's ultimate parent, owns 100% of the outstanding membership interests of Direct Edge Holdings LLC.
- 5. Brief description of business or functions: Direct Edge Holdings LLC is an intermediate holding company.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws or corresponding rules or instruments: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

None

- Chris Concannon (President, CEO)
- Eric Swanson (General Counsel, Secretary)
- Brian N. Schell (Chief Financial Officer, Treasurer)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

### D. Direct Edge LLC

- 1. Name: Direct Edge LLC (f/k/a Direct Edge, Inc.)
  Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on December 31, 2014. Was converted from Direct Edge, Inc., a Delaware corporation, on December 31, 2014.
- 4. *Brief description of nature and extent of affiliation*: Direct Edge Holdings LLC owns 100% of the membership interests of Direct Edge LLC.
- 5. Brief description of business or functions: Direct Edge LLC is an intermediate holding company. Direct Edge LLC is the sole shareholder of EDGA Exchange, Inc. and EDGX Exchange, Inc.
- 6. Copy of constitution: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws or corresponding rules or instruments: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

None

- Chris Concannon (President, CEO)
- Eric Swanson (Secretary)
- Brian N. Schell (Chief Financial Officer)
- Chris Isaacson (Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# E. BATS Exchange, Inc.

1. Name: BATS Exchange, Inc.

Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. *Form of organization*: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on November 1, 2007.
- 4. Brief description of nature and extent of affiliation: BATS Exchange, Inc. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. Brief description of business or functions: BATS Exchange, Inc. operates as a registered national securities exchange pursuant to Section 6 of the Act.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Concannon
- \_
- Chris Isaacson
- Brett Redfearn
- Peter Wallison
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- Adam Nunes
- Matt Billings
- Joseph Mecane

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Tami Schademann (Executive Vice President, Chief Regulatory Officer)

- Eric Swanson (Executive Vice President, General Counsel, Secretary)
- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Charles Randy Williams (Senior Vice President, Global Investor Relations & Communications)
- Tony Barchetto (Senior Vice President, Business Development)
- Bryan Christian (Senior Vice President, Head of U.S. Sales)
- Laura Morrison (Senior Vice President, Global Head of Exchange Products)
- Eric Crampton (Senior Vice President, Global Head of Software Engineering
- Troy Yeazel (Senior Vice President, Operations)
- Jeff Connell (Senior Vice President, Market Oversight)
- Derick Shupe (Vice President, Controller)
- Greg Steinberg (Vice President, Assistant Secretary and Associate General Counsel
- Aaron Weissenfluh (Vice President, Chief Information Security Officer)
- Rodney Burt (Vice President, Infrastructure)
- Kevin Carrai (Vice President, Connectivity, Data & Member Services)
- Stacie Fleming (Vice President, Communications)
- Anders Franzon (Senior Vice President, Associate General Counsel)
- Kapil Rathi (Vice President, Options Business Development)
- Thad Prososki (Vice President, Human Resources)
- Brett Johnson (Vice President, Software Engineering)

### **Standing Committees**

### **Compensation Committee**

- Peter Wallison
- Sandy Kemper

#### **Audit Committee**

- Jill Sommers
- David Roscoe
- Matt Billings

#### Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- Peter Wallison

# Appeals Committee

- Brett Redfearn
- Scott Wagner

# BATS Y-Exchange Form 1 Registration Statement: Exhibit C

# **Executive Committee**

- Chris Concannon
- Sandy Kemper
- David Roscoe
- Adam Nunes
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# F. EDGA Exchange, Inc.

1. Name: EDGA Exchange, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. Form of organization: Corporation
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under the General Corporation Law of the State of Delaware on March 9, 2009.
- 4. Brief description of nature and extent of affiliation: EDGA Exchange, Inc. is an indirect wholly-owned subsidiary of BATS Global Markets, Inc., the Exchange's ultimate parent.
- 5. Brief description of business or functions: EDGA Exchange, Inc. operates as a registered national securities exchange pursuant to Section 6 of the Act.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Concannon
- Chris Isaacson
- Brett Redfearn
- Peter Wallison
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- Adam Nunes
- Matt Billings
- Joseph Mecane

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Tami Schademann (Executive Vice President, Chief Regulatory Officer)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)

- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Charles Randy Williams (Senior Vice President, Global Investor Relations & Communications)
- Tony Barchetto (Senior Vice President, Business Development)
- Bryan Christian (Senior Vice President, Head of U.S. Sales)
- Laura Morrison (Senior Vice President, Global Head of Exchange Products)
- Eric Crampton (Senior Vice President, Global Head of Software Engineering
- Troy Yeazel (Senior Vice President, Operations)
- Jeff Connell (Senior Vice President, Market Oversight)
- Derick Shupe (Vice President, Controller)
- Greg Steinberg (Vice President, Assistant Secretary and Associate General Counsel
- Aaron Weissenfluh (Vice President, Chief Information Security Officer)
- Rodney Burt (Vice President, Infrastructure)
- Kevin Carrai (Vice President, Connectivity, Data & Member Services)
- Stacie Fleming (Vice President, Communications)
- Anders Franzon (Senior Vice President, Associate General Counsel)
- Kapil Rathi (Vice President, Options Business Development)
- Thad Prososki (Vice President, Human Resources)
- Brett Johnson (Vice President, Software Engineering)

#### **Standing Committees**

#### Compensation Committee

- Peter Wallison
- Sandy Kemper

#### **Audit Committee**

- Jill Sommers
- David Roscoe
- Matt Billings

#### Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- Peter Wallison

# Appeals Committee

- Brett Redfearn
- Scott Wagner

# BATS Y-Exchange Form 1 Registration Statement: Exhibit C

# **Executive Committee**

- Chris Concannon
- Sandy Kemper
- David Roscoe
- Adam Nunes
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# G. EDGX Exchange, Inc.

1. Name: EDGX Exchange, Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. *Form of organization*: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under the General Corporation Law of the State of Delaware on March 9, 2009.
- 4. Brief description of nature and extent of affiliation: EDGX Exchange, Inc. is an indirect wholly-owned subsidiary of BATS Global Markets, Inc., the Exchange's ultimate parent.
- 5. Brief description of business or functions: EDGX Exchange, Inc. operates as a registered national securities exchange pursuant to Section 6 of the Act.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

### Current Directors

- Chris Concannon
- Chris Isaacson
- Brett Redfearn
- Peter Wallison
- David Roscoe
- Sandy Kemper
- Scott Wagner
- Jill Sommers
- Adam Nunes
- Matt Billings
- Joseph Mecane

- Chris Concannon (President, CEO)
- Chris Isaacson (Executive Vice President, Global Chief Information Officer)
- Bryan Harkins (Executive Vice President, Head of U.S. Markets)
- Tami Schademann (Executive Vice President, Chief Regulatory Officer)
- Eric Swanson (Executive Vice President, General Counsel, Secretary)

- Brian N. Schell (Executive Vice President, Chief Financial Officer, Treasurer)
- Charles Randy Williams (Senior Vice President, Global Investor Relations & Communications)
- Tony Barchetto (Senior Vice President, Business Development)
- Bryan Christian (Senior Vice President, Head of U.S. Sales)
- Laura Morrison (Senior Vice President, Global Head of Exchange Products)
- Eric Crampton (Senior Vice President, Global Head of Software Engineering
- Troy Yeazel (Senior Vice President, Operations)
- Jeff Connell (Senior Vice President, Market Oversight)
- Derick Shupe (Vice President, Controller)
- Greg Steinberg (Vice President, Assistant Secretary and Associate General Counsel
- Aaron Weissenfluh (Vice President, Chief Information Security Officer)
- Rodney Burt (Vice President, Infrastructure)
- Kevin Carrai (Vice President, Connectivity, Data & Member Services)
- Stacie Fleming (Vice President, Communications)
- Anders Franzon (Senior Vice President, Associate General Counsel)
- Kapil Rathi (Vice President, Options Business Development)
- Thad Prososki (Vice President, Human Resources)
- Brett Johnson (Vice President, Software Engineering)

# **Standing Committees**

#### Compensation Committee

- Peter Wallison
- Sandy Kemper

#### Audit Committee

- Jill Sommers
- David Roscoe
- Matt Billings

#### Regulatory Oversight Committee

- Scott Wagner
- Sandy Kemper
- Peter Wallison

#### Appeals Committee

- Brett Redfearn
- Scott Wagner

# BATS Y-Exchange Form 1 Registration Statement: Exhibit C

# **Executive Committee**

- Chris Concannon
- Sandy Kemper
- David Roscoe
- Adam Nunes
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# H. BATS Trading, Inc.

1. *Name*: BATS Trading, Inc.

Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. Form of organization: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on June 16, 2005.
- 4. Brief description of nature and extent of affiliation: BATS Trading, Inc. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. Brief description of business or functions: BATS Trading, Inc. is a broker-dealer registered as such with the Securities and Exchange Commission and a member of the Financial Industry Regulatory Authority and other self-regulatory organizations. BATS Trading, Inc. provides routing of orders from the Exchange BATS Y-Exchange, Inc., EDGA Exchange, Inc. and EDGX Exchange, Inc. to other securities exchanges, facilities of securities exchanges, automated trading systems, electronic communication networks or other broker-dealers.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Isaacson
- Tami Schademann
- Chris Concannon

- Troy Yeazel (President)
- Greg Steinberg (Secretary)
- Bryan Upp (Chief Compliance Officer)
- Brian N. Schell (Chief Financial Officer, FINOP, Treasurer)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# I. <u>Direct Edge ECN LLC (d/b/a DE Route)</u>

- 1. Name: Direct Edge ECN LLC (d/b/a DE Route)
  Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on April 19, 2005.
- 4. Brief description of nature and extent of affiliation: DE Route is an indirect wholly-owned subsidiary of BATS Global Markets, Inc., the Exchange's ultimate parent.
- 5. Brief description of business or functions: DE Route's withdrawal of its registration as a broker-dealer was approved on May 5, 2015 by the Securities and Exchange Commission and Financial Industry Regulatory Authority. DE Route currently has no active operations.
- 6. Copy of constitution: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws or corresponding rules or instruments: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

- None
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# J. Omicron Holdings Corp.

1. Name: Omicron Holdings Corp.
Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. Form of organization: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on February 7, 2011.
- 4. Brief description of nature and extent of affiliation: BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner, owns 100% of the common stock of Omicron Holdings Corp.
- 5. Brief description of business or functions: Omicron Holdings Corp. is a Delaware corporation established to hold Omicron Acquisitions Corp. and Omicron Intermediate Holdings Corp. potential future operating entities.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Concannon
- Mark Hemsley

- Mark Hemsley (President and Treasurer)
- Eric Swanson (Vice President, Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

### K. Omicron Intermediate Holdings Corp.

- 1. Name: Omicron Intermediate Holdings Corp.

  Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on February 7, 2011.
- 4. Brief description of nature and extent of affiliation: Omicron Intermediate Holdings Corp. is wholly-owned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. Brief description of business or functions: Omicron Intermediate Holdings Corp. is a Delaware corporation established to acquire and potentially operate the assets of existing operating companies.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Concannon
- Mark Hemsley

- Mark Hemsley (President and Treasurer)
- Eric Swanson (Vice President, Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# L. Omicron Acquisition Corp.

- 1. Name: Omicron Acquisition Corp.
  Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. *Form of organization*: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on February 7, 2011.
- 4. Brief description of nature and extent of affiliation: Omicron Acquisition Corp. is wholly-owned by Omicron Holdings Corp., which is an affiliate of the Exchange.
- 5. Brief description of business or functions: Omicron Acquisition Corp. is a Delaware corporation established to acquire and potentially operate the assets of existing operating companies.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Concannon
- Mark Hemsley

- Mark Hemsley (President and Treasurer)
- Eric Swanson (Vice President, Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# M. BATS Hotspot Holdings LLC

- 1. Name: BATS Hotspot Holdings LLC (f/k/a Hotspot FX Holdings, LLC) Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company.
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on May 15, 2000. Name was amended from Hotspot FX Holdings, LLC, a Delaware LLC, on March 11, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot Holdings LLC is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Hotspot Holdings LLC is an intermediate holding company of BATS Hotspot LLC and BATS Hotspot Services LLC.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

None

- Chris Concannon (President)
- William Goodbody, Jr. (SVP, Head of FX)
- Brian N. Schell (Treasurer)
- Eric Swanson (Secretary)
- Barry Calder (Head of Liquidity & Client Services)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# N. BATS Hotspot LLC

- 1. Name: BATS Hotspot LLC (f/k/a KCG Hotspot FX LLC) Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company.
- 3. Name of state, statute under which organized and date of incorporation: Formed in New Jersey under Section 42 of the Limited Liability Company Act of the State of New Jersey on August 7, 2001. Name was amended from KCG Hotspot FX LLC, a Delaware LLC, on March 12, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot LLC is wholly-owned by BATS Hotspot Holdings LLC, which is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Hotspot LLC operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### Current Directors

None

- Chris Concannon (President)
- William Goodbody, Jr. (SVP, Head of FX)
- Brian N. Schell (Treasurer)
- Eric Swanson (Secretary)
- Barry Calder (Head of Liquidity & Client Services)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# O. BATS Hotspot Services LLC

- 1. *Name*: BATS Hotspot Services LLC (f/k/a Hotspot FXr, L.L.C.) *Address*: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company.
- 3. Name of state, statute under which organized and date of incorporation: Formed in New Jersey under Section 42 of the Limited Liability Company Act of the State of New Jersey on November 22, 2004. Name was amended from KCG Hotspot FX LLC, a Delaware LLC, on March 12, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot Services LLC is wholly-owned by BATS Hotspot Holdings LLC, which is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Hotspot Services LLC operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

None

- Chris Concannon (President)
- William Goodbody, Jr. (SVP, Head of FX)
- Brian N. Schell (Treasurer)
- Eric Swanson (Secretary)
- Barry Calder (Head of Liquidity & Client Services)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# P. BATS Hotspot SEF LLC

- 1. Name: BATS Hotspot SEF LLC
  Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company.
- 3. Name of state, statute under which organized and date of incorporation: Formed in Delaware under Section 201 of the Limited Liability Company Act of the State of Delaware on May 1, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot SEF LLC is wholly-owned by BATS Hotspot Holdings LLC, which is wholly-owned by BATS Global Markets Holdings, Inc., which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Hotspot SEF LLC currently has no operations, but anticipates registering with the CFTC as a swap execution facility.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: Pending.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

None

### **Current Officers**

None

10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# Q. <u>BATS International Holdings Limited</u>

- 1. Name: BATS International Holdings Limited
  Address: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. Form of organization: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in England and Wales under the Companies Act 1985 on February 5, 2015.
- 4. Brief description of nature and extent of affiliation: BATS International Holdings Limited is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS International Holdings Limited is a holding company of BATS Hotspot Europe Limited and BATS Hotspot Asia Pte. Ltd.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Mark Hemsley
- Chris Concannon

- Antonio Amelia (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# R. BATS Hotspot Europe Limited

- 1. *Name*: BATS Hotspot Europe Limited *Address*: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. Form of organization: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in England and Wales under the Companies Act 1985 on February 5, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot Europe Limited is wholly-owned by BATS International Holdings Limited which is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Hotspot Europe Limited operates an institutional spot foreign exchange market.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Mark Hemsley
- Chris Concannon

- Antonio Amelia (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# S. BATS Hotspot Asia Pte. Ltd.

- 1. Name: BATS Hotspot Asia Pte. Ltd.
  Address: 16 Collyer Quay, #2104, Sixteen Collyer Quay, Singapore (049318)
- 2. Form of organization: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Singapore under the Companies Act (Cap. 50) on February 23, 2015.
- 4. Brief description of nature and extent of affiliation: BATS Hotspot Asia Pte. Ltd. is wholly-owned by BATS International Holdings Limited which is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Hotspot Asia Pte. Ltd. operates an institutional spot foreign exchange market.
- 6. Copy of constitution: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Chris Concannon
- Ng Lip Chih

- Chew Pei Tsing (Secretary)
- Lai Jek Ping (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# T. BATS Trading Limited

1. Name: BATS Trading Limited
Address: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF

- 2. Form of organization: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in England and Wales under the Companies Act 1985 on March 28, 2008.
- 4. Brief description of nature and extent of affiliation: BATS Trading Limited is wholly-owned by Omicron Acquisition Corp. which is an affiliate of the Exchange.
- 5. Brief description of business or functions: BATS Trading Limited is recognized as a Recognised Investment Exchange in the United Kingdom under the Financial Services and Markets Act 2000 ("FSMA"). It operates a platform for trading of European equity securities.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Mark Hemsley
- Adam Eades
- John Woodman
- Anthony Whalley
- William Eldridge
- Virginie Saade
- Rebecca Fuller
- Paul Hilgers
- Julian Corner

- Mark Hemsley (CEO)
- Antonio Amelia (Secretary)
- Jill Griebenow (CFO)
- Adam Eades (Chief Legal and Regulatory Officer)
- Jerry Avenell (Co-Head Sales)
- Alex Dalley (Co-Head Sales)
- Guy Simpkin (Head of Business Development)

• David Howson (COO)

# **Standing Committees**

# Audit, Risk and Compliance Committee

- William Eldridge
- Anthony Whalley
- Rebecca Fuller

# Remuneration Committee

- John Woodman
- Anthony Whalley
- Rebecca Fuller
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# U. Chi-X Europe Limited

- 1. *Name*: Chi-X Europe Limited *Address*: 10 Lower Thames Street, 6<sup>th</sup> Floor, London, UK EC3R 6AF
- 2. Form of organization: Private Company Limited by Shares.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in England and Wales. It changed its name to Chi-X Europe Limited on July 2, 2007.
- 4. Brief description of nature and extent of affiliation: Chi-X Europe Limited is wholly-owned by BATS Trading Limited which, in turn, is indirectly wholly owned by BATS Global Markets, Inc.
- 5. Brief description of business or functions: Chi-X Europe Limited is authorised in the United Kingdom under the Financial Services and Markets Act 2000 ("FSMA"), as an investment firm. Between April 30, 2012 and May 20, 2013 it was a dormant company. Since May 20, 2013, Chi-X Europe Limited operates the smart order router that is needed for the routing strategies deployed by BATS Trading Limited
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws: Not applicable.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

- Mark Hemsley
- Adam Eades
- John Woodman

- Mark Hemsley (CEO)
- Antonio Amelia (Secretary)
- Jill Griebenow (CFO)
- Adam Eades (Chief Legal and Regulatory Officer)
- Jerry Avenell (Co-Head Sales)
- Alex Dalley (Co-Head Sales)
- Guy Simpkin (Head of Business Development)
- David Howson (COO)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# V. BATS FX, Inc.

1. Name: BATS FX, Inc.

Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214

- 2. Form of organization: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on September 17, 2012.
- 4. Brief description of nature and extent of affiliation: BATS FX, Inc. is whollyowned by BATS Global Markets Holdings, Inc., which is also the Exchange's 100% owner.
- 5. Brief description of business or functions: BATS FX, Inc. was created to operate a global foreign exchange market, but remains dormant at this time.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. *Copy of existing by-laws*: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions:

#### **Current Directors**

• Chris Concannon

- Chris Concannon (President)
- Eric Swanson (Secretary)
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: Not applicable.

# W. Blue Merger Sub Inc.

- 1. Name: Blue Merger Sub Inc. Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Corporation.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on August 22, 2013.
- 4. Brief description of nature and extent of affiliation: As of January 31, 2014, Blue Merger Sub Inc. ceased to exist.
- 5. *Brief description of business or functions:* Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws or corresponding rules or instruments: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.
- 10. Indication of whether such business or organization ceased to be associated with the applicant during previous year: On January 31, 2014, Blue Merger Sub, Inc. was merged with and into BATS Global Markets Holdings, Inc. (f/k/a BATS Global Markets, Inc.), with BATS Global Markets Holdings, Inc. surviving, resulting in Blue Merger Sub, Inc. ceasing to exist.

# X. Delta Merger Sub LLC

- 1. Name: Delta Merger Sub LLC
  Address: 8050 Marshall Dr., Ste. 120, Lenexa, KS 66214
- 2. Form of organization: Limited Liability Company.
- 3. Name of state, statute under which organized and date of incorporation: Incorporated in Delaware under Section 101 of the General Corporation Law of the State of Delaware on August 22, 2013.
- 4. *Brief description of nature and extent of affiliation*: As of January 31, 2014, Delta Merger Sub LLC ceased to exist.
- 5. Brief description of business or functions: Not applicable.
- 6. *Copy of constitution*: Not applicable.
- 7. Copy of articles of incorporation or association and amendments: See attached.
- 8. Copy of existing by-laws or corresponding rules or instruments: See attached.
- 9. Name and title of present officers, governors, members of standing committees and persons performing similar functions: None.

Indication of whether such business or organization ceased to be associated with the applicant during previous year: On January 31, 2014, Delta Merger Sub LLC was merged with and into Direct Edge Holdings LLC, with Direct Edge Holdings LLC surviving, resulting in Delta Merger Sub LLC ceasing to exist.

### Exhibit J

# **Exhibit Request:**

A list of the officers, governors, members of all standing committees, or persons performing similar functions, who presently hold or have held their offices or positions during the previous year, indicating the following for each:

- 1. Name.
- 2. Title.
- 3. Dates of commencement and termination of term of office or position.
- 4. Type of business in which each is primarily engaged (e.g., floor broker, specialist, odd lot dealer, etc.)

# Response:

#### 1. Officers

Pursuant to the Certificate of Incorporation and Bylaws of the Exchange, the Exchange's Board of Directors has appointed the individuals listed below as Officers of the Exchange. Officers shall be appointed by the Board on an annual basis. These individuals will serve in these positions until their successors are appointed in accordance with the Certificate of Incorporation and Bylaws. Officers of the Exchange will serve at the pleasure of the Board of Directors.

#### **Officers**

Name:	Title:	Appointment Date:	Termination/ Change Position Date:	Anticipated re-appointment:
Chris Concannon	President	02/10/15		February, 2016
Chris Concannon	Chief Executive Officer	03/31/15		February, 2016
Chris Isaacson	Executive Vice President, Global Chief Information Officer	02/10/15		February, 2016
Bryan Harkins	Executive Vice President, Head of U.S. Markets	02/10/15		February, 2016

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Tami Schademann	Executive Vice President, Chief Regulatory Officer	02/10/15	February, 2016
Eric Swanson	Executive Vice President, General Counsel, Secretary	02/10/15	February, 2016
Brian N. Schell	Executive Vice President, Chief Financial Officer, Treasurer	02/10/15	February, 2016
Charles Randy Williams	Senior Vice President, Global Investor Relations & Communications	02/10/15	February, 2016
Tony Barchetto	Senior Vice President, Business Development	02/10/15	February, 2016
Bryan Christian	Senior Vice President, Head of U.S. Sales	02/10/15	February, 2016
Eric Crampton	Senior Vice President Global Head of Software Engineering	05/12/15	February, 2016
Laura Morrison	Senior Vice President, Global Head of Exchange Products	05/12/15	February, 2016
Anders Franzon	Senior Vice President, Associate General Counsel	11/02/15	February, 2016
Troy Yeazel	Senior Vice President, Operations	11/02/15	February, 2016
Jeff Connell	Senior Vice President, Market Oversight	11/02/15	February, 2016
Derick Shupe	Vice President, Controller	02/10/15	February, 2016
Greg Steinberg	Vice President, Assistant Secretary & Associate General Counsel	02/10/15	February, 2016

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Aaron Weissenfluh	Vice President, Chief Information Security Officer	02/10/15		February, 2016
Rodney Burt	Vice President, Infrastructure	02/10/15		February, 2016
Kevin Carrai	Vice President, Connectivity, Data & Member Services	02/10/15		February, 2016
Stacie Fleming	Vice President, Communication	02/10/15		February, 2016
Kapil Rathi	Vice President, Options Business Development	05/12/15		February, 2016
Thad Prososki	Vice President, Human Resources	05/12/15		February, 2016
Brett Johnson	Vice President,	09/09/15		February,
	C-6 Eii			2016
	Software Engineering			2010
		er Officers		63.
Name:	Form Title:	Appointment Date:	Termination/ Change Position Date:	63.
	Title:  President	Appointment Date:  2/12/13	Termination/ Change Position Date: 1/31/14	63.
Name:	Form Title:	Appointment Date:	Termination/ Change Position Date:	63.
Name:	Title:  President	Appointment Date:  2/12/13	Termination/ Change Position Date: 1/31/14	63.
Name:  Joe Ratterman	Title:  President President Chief Executive	Appointment Date: 2/12/13 07/21/14	Termination/ Change Position Date: 1/31/14 02/10/15	63.
Name:  Joe Ratterman  Joe Ratterman	Title:  President President Chief Executive Officer Chief Operating	Appointment Date:  2/12/13  07/21/14  02/10/15	Termination/ Change Position Date: 1/31/14 02/10/15 03/31/15	63.
Name:  Joe Ratterman  Joe Ratterman  Chris Isaacson	Title:  President President Chief Executive Officer Chief Operating Officer Senior Vice President, Business Development	Appointment Date:  2/12/13  07/21/14  02/10/15  2/12/13	Termination/ Change Position Date: 1/31/14 02/10/15 03/31/15	63.
Name:  Joe Ratterman  Joe Ratterman  Chris Isaacson  Ken Conklin  William	Form Title:  President President Chief Executive Officer Chief Operating Officer Senior Vice President, Business Development and Marketing	Appointment Date:  2/12/13  07/21/14  02/10/15  2/12/13  2/11/14	Termination/ Change Position Date: 1/31/14 02/10/15 03/31/15 1/31/14 4/30/14	63.

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Jeromee Johnson	Vice President, Options Market Development	02/10/15	06/30/15
Joe Bracco	Senior Vice President, Head of Institutional and Strategic Relations	02/10/15	10/30/15

# 2. <u>Directors</u>

The following directors were appointed in accordance with Article III of the Bylaws of the Exchange. Directors will serve staggered, three-year terms. The current directors of the Exchange are the persons listed below:

	THE STATE OF THE S	Directors	N	E (de men.)
Name	Classification(s)	Appointed on:	Termination Date	Class (Anticipated Expiration) <sup>1</sup>
Chris Concannon	Chairman/Industry	03/31/15		N/A
Christopher Isaacson	Industry	10/26/15		Class II (Fall 2015)
Brett Redfearn	Industry	10/17/14		Class I (Fall 2017)
Peter Wallison	Non- Industry/Independent	10/17/14		Class I (Fall 2017)
David Roscoe	Non- Industry/Independent	10/13/10		Class III (Fall 2016)
Sandy Kemper	Non- Industry/Independent	10/26/15		Class II (Fall 2015)

<sup>&</sup>lt;sup>1</sup> Pursuant to the Exchange's Bylaws, directors in Class I will serve until the second annual election, directors in Class II will serve until the third annual election and directors in Class III will serve until the fourth annual election. The annual election is likely to occur each year in the Fall, though a date certain is not required under the Exchange's Bylaws. New directors elected from each Class will serve three-year terms.

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Scott Wagner	Non- Industry/Independent	10/13/10		Class III (Fall 2016)
Jill Sommers	Non-Industry/Non-Independent	10/26/15		Class II (Fall 2015)
Adam Nunes	Member Representative Director/Industry	10/17/14	·	Class I (Fall 2017)
Matt Billings	Member Representative Director/Industry	02/13/15		Class III (Fall 2016)
Joseph Mecane	Member Representative Director/Industry	10/27/15		Class I (Fall 2015)
	For	mer Directors		
Name:	Title:	Appointment Date:	Termination/Change Position Date:	
Chris Concannon	Member Representative/Industry	03/12/12	11/04/14	N/A
Joe Ratterman	Chairman/Industry	10/20/08	03/31/15	N/A
Harry Temkin	Non- Industry/Independent	10/17/14	07/20/15	Class I (Fall 2017)
James Selway	Member Representative/Industry	10/26/15	10/26/15	Class II (Fall 2015)

# 3. Committees

The committees of the Board shall consist of a Compensation Committee, an Audit Committee, a Regulatory Oversight Committee, an Appeals Committee, an Executive Committee, and such other committees as may be from time to time established by the Board. The Chairman, with the approval of the Board, shall appoint persons to sit on the standing committees of the Board, consistent with the Exchange's Bylaws. The Nominating Committee and Member Nominating Committee are not committees of the Board.

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# Compensation Committee

Name	Classification(s)
Peter Wallison (Chairman)	Non-Industry/Independent
Sandy Kemper	Non-Industry/Independent

# Audit Committee

Name	Classification(s)
Jill Sommers (Chairman)	Non-Industry/Non-Independent
David Roscoe	Non-Industry/Independent
Matt Billings	Member Representative Director/Industry

# Regulatory Oversight Committee

Name	Classification(s)	
Scott Wagner (Chairman)	Non-Industry/Independent	
Sandy Kemper	Non-Industry/Independent	
Peter Wallison	Non-Industry/Independent	

# **Appeals Committee**

Name	Classification(s)
Brett Redfearn (Chairman)	Industry
Scott Wagner	Non-Industry/Independent

# **Executive Committee**

Classification(s)	_
Industry	
Non-Industry/Independent	
Non-Industry/Independent	
Member Representative/Industry	
	Industry Non-Industry/Independent Non-Industry/Independent

# Nominating Committee

Name	Classification(s)	
Benjamin Gould	Non-Industry	
Alex Sadowski	Industry	

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# Member Nominating Committee

Name	Classification(s)
Bailey Korell	Member Representative/Industry
Cameron Smith	Member Representative/Industry

